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ACCOUNT NO. : 07210000032

REFERENCE: 375042 105739A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE: December 24, 2003

ORDER TIME : 1:31 PM

ORDER NO. : 375042-015

CUSTOMER NO: 105739A

CUSTOMER: David P. Johnson, Esq

David P. Johnson, Esq

Suite 104

2201 Ringling Boulevard

Sarasota, FL 34237

#### DOMESTIC FILING

NAME:

THE ROWAN FOUNDATION, INC.

#### EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX \_\_ CERTIFIED COPY

XX \_\_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Norma Hull - EXT. 2915

EXAMINER'S INITIALS:

## ARTICLES OF INCORPORATION OF THE ROWAN FOUNDATION, INC.

#### A FLORIDA NOT FOR PROFIT CORPORATION

In order to form a Corporation under and in accordance with the laws of the State of Florida, and the Florida Not for Profit Corporation Act, Florida Statutes Chapter 617, for the formation of not for profit corporations, the undersigned Incorporator does hereby certify:

## ARTICLE I Name of Corporation

The Name of this Corporation shall be THE ROWAN FOUNDATION, INC. (hereinafter "the Corporation").

## ARTICLE II Principal Office and Mailing Address

The address of the principal office of the Corporation shall be:

416 Bayshore Drive Osprey, Florida 34229

The mailing address of the Corporation shall be:

416 Bayshore Drive Osprey, Florida 34229

## ARTICLE III Purpose for which the Corporation is organized

The Corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Page 1 of 4

## ARTICLE IV Prohibited Transactions

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its directors, members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III thereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any a candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3)of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

### ARTICLE V Dissolution

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such asset not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated

exclusively for such purposes.

#### ARTICLE VI Election and appointment of Directors

The manner in which the Directors are elected or appointed are as follows: Any vacancy on the Board of Directors may be filled by an affirmative vote of a majority of the remaining Directors, even though the remaining Directors constitute less than a quorum, or by the sole remaining Director, as the case may be.

## ARTICLE VII Board of Directors

The names and addresses of the initial Directors of the Corporation are as follows:

PETER J. ROWAN 416 Bayshore Drive Osprey, Florida 34229

ROBERTA ROWAN 416 Bayshore Drive Osprey, Florida 34229

JENNIFER ROWAN 57 Bishopcourt Osprey, Florida 34229

## ARTICLE VIII Officers

The names, addresses and titles of the initial Officers of the Corporation are as follows:

PETER J. ROWAN President and Treasurer 416 Bayshore Drive Osprey, Florida 34229

ROBERTA ROWAN
Vice President and Secretary
416 Bayshore Drive
Osprey, Florida 34229

#### ARTICLE VIII Registered Agent

The name and Florida street address of the Registered Agent is:

DAVID P. JOHNSON, ESQ. 2201 Ringling Boulevard Suite 104 Sarasota, Florida 34237

ARTICLE IX Incorporator

The name and address of the Incorporator is:

DAVID P. JOHNSON, ESQ. 2201 Ringling Boulevard Suite 104 Sarasota, Florida 34237

ARTICLE X
Acceptance

Having been named as resident agent to accept service of process for the above stated corporation at the place designated in these articles, I am familiar with and accept appointment as registered agent and agree to act in that capacity.

Dated: 12 22 03

DAVID P. JOHNSON, ESQ.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this \_\_\_\_\_\_, 2003.

DAVID P. JOHNSON, ESQ